

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
W. R. GRACE & CO., <u>et al.</u> , <sup>1</sup>	)	Case No. 01-1139 (JKF)
	)	Jointly Administered
Debtors.	)	

Objection Date: September 4, 2007, at 4:00 p.m.  
Hearing Date: Scheduled if Necessary

**SEVENTY-FIFTH MONTHLY APPLICATION OF PACHULSKI STANG  
ZIEHL YOUNG JONES & WEINTRAUB LLP FOR COMPENSATION  
FOR SERVICES RENDERED AND REIMBURSEMENT OF  
EXPENSES, AS CO-COUNSEL TO THE DEBTORS, FOR  
THE PERIOD FROM JUNE 1, 2007 THROUGH JUNE 30, 2007**

Name of Applicant:	Pachulski Stang Ziehl Young Jones & Weintraub LLP
Authorized to Provide Professional Services to:	Debtors and Debtors in Possession
Date of Retention:	May 3, 2001
Period for which Compensation and Reimbursement is Sought:	June 1, 2007 through June 30, 2007
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$58,121.75
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$59,565.35

This is a:    xx monthly                      \_\_ interim                      \_\_ final application.

<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

The total time expended for preparation of this fee application is approximately 3.0 hours and the corresponding compensation requested is approximately \$1,000.00.<sup>2</sup>

**PRIOR APPLICATIONS FILED:**

<b>Date Filed</b>	<b>Period Covered</b>	<b>Requested Fees</b>	<b>Requested Expenses</b>	<b>Approved Fees</b>	<b>Approved Expenses</b>
07/10/01	04/02/01 – 04/30/01	\$ 62,472.75	\$ 23,277.13	\$ 62,472.75	\$ 23,277.13
08/09/01	05/01/01 – 05/31/01	\$ 29,929.00	\$ 15,670.64	\$ 29,929.00	\$ 15,670.64
09/07/01	06/01/01 – 06/30/01	\$ 30,195.50	\$ 37,763.45	\$ 30,195.50	\$ 37,763.45
09/11/01	07/01/01 – 07/31/01	\$ 17,040.50	\$ 20,323.76	\$ 17,040.50	\$18,184.95 <sup>3</sup>
10/31/01	08/01/01 – 08/31/01	\$ 9,407.50	\$ 20,486.61	\$ 9,407.50	\$ 20,486.61
11/13/01	09/01/01 – 09/30/01	\$ 13,158.00	\$ 10,035.46	\$ 13,158.00	\$ 10,035.46
11/27/01	10/01/01 – 10/31/01	\$ 13,420.75	\$ 8,922.92	\$ 13,420.75	\$ 8,922.92
01/22/02	11/01/01 – 11/30/01	\$ 39,991.50	\$ 22,398.11	\$ 39,991.50	\$ 22,398.11
01/30/02	12/01/01 – 12/31/01	\$ 35,017.00	\$ 13,575.07	\$ 32,778.50	\$ 13,575.07
04/02/02	01/01/02 – 01/31/02	\$ 48,356.50	\$ 38,671.08	\$ 48,356.50	\$ 38,671.08
05/31/02	02/01/02 – 02/28/02	\$ 46,611.50	\$ 25,627.01	\$ 46,611.50	\$ 25,627.01
06/06/02	03/01/02 – 03/31/02	\$ 44,145.00	\$ 29,280.21	\$ 41,141.00 <sup>4</sup>	\$ 29,280.21
06/28/02	04/01/02 – 04/30/02	\$ 49,562.00	\$ 25,475.46	\$ 49,562.00	\$ 25,475.46
07/12/02	05/01/02 – 05/31/02	\$ 42,495.50	\$ 21,543.54	\$ 42,495.50	\$ 21,543.54
08/13/02	06/01/02 – 06/30/02	\$ 32,819.00	\$ 29,869.61	\$ 32,539.00 <sup>5</sup>	\$29,776.36 <sup>6</sup>
10/01/02	07/01/02 – 07/31/02	\$ 22,630.00	\$ 17,187.01	\$ 22,630.00	\$ 17,187.01
10/30/02	08/01/02 – 08/31/02	\$ 34,536.00	\$ 45,540.43	\$ 34,536.00	\$ 45,540.43

<sup>2</sup> The actual number of hours expended preparing this Application and the corresponding compensation requested will be set forth in PSZYJ&W's subsequent fee applications.

<sup>3</sup> In the Court's Order approving quarterly fee applications for the First, Second and Third Periods, the Court approved \$248,394.00 in fees which reflects a reduction of \$2,283.50. For the purposes of this application, we have noted the reduction in the last month of that period.

<sup>4</sup> In the Court's Order approving quarterly fee applications for the Fourth Period, the Court approved \$136,109.00 for fees which reflects a reduction of \$3,004.00. For the purposes of this application, we have noted the reduction in the last month of that period.

<sup>5</sup> In the Court's Order approving quarterly fee applications for the Fifth Period, the Court approved \$124,596.50 for fees which reflects a reduction of \$280.00. For the purposes of this application, we have noted the reduction in the last month of that period.

<sup>6</sup> In the Court's Order approving quarterly fee applications for the Fifth Period, the Court approved \$76,795.36 for expenses which reflects a reduction of \$93.25. For the purposes of this application, we have noted the reduction in the last month of that period.

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
11/14/02	09/01/02 – 09/30/02	\$ 32,858.50	\$ 33,313.79	\$ 30,731.00 <sup>7</sup>	\$11,436.76 <sup>8</sup>
12/30/02	10/01/02 – 10/31/02	\$ 19,370.50	\$ 24,488.86	\$ 19,370.50	\$ 24,488.86
01/21/03	11/01/02 – 11/30/02	\$ 25,948.50	\$ 31,181.03	\$ 25,948.50	\$ 31,181.03
01/30/03	12/01/02 – 12/31/02	\$ 16,407.00	\$ 14,016.95	\$ 16,263.00 <sup>9</sup>	\$ 14,016.95
03/18/03	01/01/03 – 01/31/03	\$ 25,984.50	\$ 19,035.00	\$ 25,984.50	\$ 19,035.00
04/23/05	02/01/03 – 02/28/03	\$ 18,094.50	\$ 23,616.14	\$ 18,094.50	\$ 23,616.14
06/17/03	03/01/03 – 03/31/03	\$ 15,853.00	\$ 15,586.33	\$ 15,740.50 <sup>10</sup>	\$ 15,586.33
07/21/03	04/01/03 – 04/30/03	\$ 12,140.50 <sup>11</sup>	\$ 17,776.64	\$ 12,140.50	\$ 17,776.64
08/13/03	05/01/03 – 05/31/03	\$ 13,234.50	\$ 16,624.15	\$ 13,234.50	\$ 16,624.15
09/02/03	06/01/03 – 06/30/03	\$ 9,888.50 <sup>12</sup>	\$ 14,033.07	\$ 9,888.50	\$ 14,033.07
09/29/03	07/01/03 – 07/31/03	\$ 18,546.50	\$ 18,663.30	\$ 18,546.50	\$ 18,663.30
10/24/03	08/01/03 – 08/31/03	\$ 20,376.00	\$ 43,075.91	\$ 20,376.00	\$ 43,075.91
10/30/03	09/01/03 – 09/30/03	\$ 24,433.50	\$ 19,744.93	\$ 24,410.00 <sup>13</sup>	\$ 19,744.93
12/03/03	10/01/03 – 10/31/03	\$ 22,988.00	\$ 30,531.15	\$ 22,988.00	\$ 30,531.15
12/29/03	11/01/03 – 11/30/03	\$ 20,729.50	\$ 33,211.18	\$ 20,729.50	\$ 33,211.18
01/26/04	12/01/03 – 12/31/03	\$ 22,073.00	\$ 19,772.62	\$ 22,073.00	\$ 19,772.62
03/24/04	01/01/04 – 01/31/04	\$ 22,238.50	\$ 13,200.84	\$ 22,238.50	\$ 13,200.84
04/05/04	02/01/04 – 02/29/04	\$ 20,551.50	\$ 13,096.88	\$ 20,551.50	\$ 13,096.88
05/11/04	03/01/04 – 03/31/04	\$ 25,911.00	\$ 19,056.44	\$ 25,911.00	\$ 19,056.44
06/18/04	04/01/04 – 04/30/04	\$ 21,730.50	\$ 15,444.69	\$ 21,730.50	\$ 15,444.69
07/20/04	05/01/04 – 05/31/04	\$ 21,891.00	\$ 20,728.27	\$ 21,891.00	\$ 20,728.27
07/30/04	06/01/04 – 06/30/04	\$ 25,219.00	\$ 33,778.62	\$ 25,219.00	\$ 33,778.62
09/27/04	07/01/04 – 07/31/04	\$ 18,385.50	\$ 24,458.32	\$ 18,385.50	\$ 24,458.32
10/14/04	08/01/04 – 08/31/04	\$ 36,394.00	\$ 45,292.19	\$ 36,394.00	\$ 45,292.19
12/17/04	09/01/04 – 09/30/04	\$ 30,767.50	\$ 25,111.50	\$ 30,767.50	\$ 25,111.50
01/12/05	10/01/04 – 10/31/04	\$ 48,426.50	\$ 38,476.13	\$ 48,426.50	\$ 38,476.13
01/28/05	11/01/04 – 11/30/04	\$ 38,293.00	\$ 45,333.34	\$ 38,293.00	\$ 45,333.34
02/03/05	12/01/04 – 12/31/04	\$ 35,898.50	\$ 32,468.11	\$ 35,898.50	\$ 32,468.11

<sup>7</sup> In the Court's Order approving quarterly fee applications for the Sixth Period, the Court approved \$87,897.00 for fees which reflects a reduction of \$2,127.50. For the purposes of this application, we have noted the reduction in the last month of that period.

<sup>8</sup> In the Court's Order approving quarterly fee applications for the Sixth Period, the Court approved \$95,393.85 for expenses which reflects a reduction of \$647.38. For the purposes of this application, we have noted the reduction in the last month of that period.

<sup>9</sup> In the Court's Order approving quarterly fee applications for the Seventh Period, the Court approved \$61,582.00 for fees which reflects a reduction of \$144.00. For the purposes of this application, we have noted the reduction in the last month of that period.

<sup>10</sup> In the Court's Order approving quarterly fee applications for the Eighth Period, the Court approved \$59,819.50 for fees which reflects a reduction of \$112.50. For the purposes of this application, we have noted the reduction in the last month of that period.

<sup>11</sup> Due to a clerical error, an incorrect amount was requested in the April 2003 fee application although the correct amount was requested in the 9<sup>th</sup> Quarterly fee application. This amount reflects the correct amount on the bill attached to the April 2003 fee application.

<sup>12</sup> This amount reflects a voluntary reduction of \$1,248.50 from the fees of \$11,137.00 by PSZYJ&W for the June 2003 fee application period. The \$11,137.00 amount was requested in error in the June 2003 fee application as well as the 9<sup>th</sup> Quarterly fee application and subsequently approved by Order dated December 195, 2003. The amount listed is the correct amount.

<sup>13</sup> In the Court's Order approving quarterly fee applications for the Tenth Period, the Court approved \$63,332.50 for fees which reflects a reduction of \$23.50. For the purposes of this application, we have noted the reduction in the last month of that period.

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
03/25/05	01/01/05 – 01/31/05	\$ 43,205.00	\$ 43,350.70	\$ 43,147.00 <sup>14</sup>	\$ 43,350.70
04/11/05	02/01/05 – 02/28/05	\$ 31,155.00	\$ 48,274.20	\$ 31,155.00	\$ 48,274.20
04/27/05	03/01/05 – 03/31/05	\$ 24,291.50	\$ 22,823.74	\$ 24,291.50	\$ 22,823.74
06/22/05	04/01/05 – 04/30/05	\$ 37,512.00	\$ 14,813.08	\$ 37,512.00	\$ 14,813.08
07/15/05	05/01/05 – 05/31/05	\$ 26,114.50	\$ 43,949.18	\$ 26,114.50	\$ 43,949.18
08/19/05	06/01/05 – 06/30/05	\$ 27,609.50	\$ 21,315.97	\$ 27,609.50	\$ 21,315.97
10/03/05	07/01/05 – 07/31/05	\$ 38,213.00	\$ 44,301.75	\$ 38,213.00	\$ 44,301.75
10/28/05	08/01/05 – 08/31/05	\$ 28,971.50	\$ 31,439.92	\$ 28,971.50	\$ 31,439.92
11/28/05	09/01/05 – 09/30/05	\$ 44,764.00	\$ 36,267.24	\$ 44,386.00 <sup>15</sup>	\$ 36,267.24
12/20/05	10/01/05 – 10/31/05	\$ 50,950.00	\$103,851.05	\$ 50,950.00	\$103,851.05
01/13/06	11/01/05 – 11/30/05	\$ 36,400.50	\$ 43,157.91	\$ 36,400.50	\$ 43,157.91
02/01/06	12/01/05 – 12/31/05	\$ 36,758.50	\$ 43,874.74	\$ 36,758.50	\$ 43,874.74
03/28/06	01/01/06 – 01/31/06	\$ 52,254.00	\$ 48,711.17	\$ 41,803.20	\$ 48,711.17
04/14/06	02/01/06 – 02/28/06	\$ 33,777.00	\$ 20,287.51	\$ 27,021.60	\$ 20,287.51
05/23/06	03/01/06 – 03/31/06	\$ 37,490.00	\$ 42,269.65	\$ 29,992.00	\$ 42,269.65
06/08/06	04/01/06 – 04/30/06	\$ 23,329.00	\$ 13,404.99	\$ 18,663.20	\$ 13,404.99
07/10/06	05/01/06 – 05/31/06	\$ 22,086.50	\$ 20,308.04	\$ 17,669.20	\$ 20,308.04
09/11/06	06/01/06 – 06/30/06	\$ 28,381.00	\$ 20,172.11	\$ 22,704.80	\$ 20,172.11
09/26/06	07/01/06 – 07/31/06	\$ 42,241.50	\$ 17,213.10	\$ 42,241.50	\$ 17,213.10
10/18/06	08/01/06 – 08/31/06	\$ 34,823.50	\$ 52,621.31	\$ 34,823.50	\$ 52,621.31
11/30/06	09/01/06 – 09/30/06	\$ 38,083.50	\$ 37,349.95	\$ 38,083.50	\$ 37,349.95
01/05/07	10/01/06 – 10/31/06	\$ 46,850.00	\$ 33,686.75	\$ 46,850.00	\$ 33,686.75
01/16/07	11/01/06 – 11/30/06	\$ 58,085.50	\$ 46,386.50	\$ 58,085.50	\$ 46,386.50
01/29/07	12/01/06 – 12/31/06	\$ 68,530.75	\$ 75,908.53	\$ 68,530.75	\$ 75,908.53
03/14/07	01/01/07 – 01/31/07	\$ 48,436.00	\$ 37,841.07	\$ 38,748.80	\$ 37,841.07
04/10/07	02/01/07 – 02/28/07	\$ 50,806.00	\$ 56,496.93	\$ 40,644.80	\$ 56,496.93
05/30/07	03/01/07 – 03/31/07	\$ 73,009.50	\$ 50,234.71	\$ 58,407.60	\$ 50,234.71
06/21/07	04/01/07 – 04/30/07	\$ 66,798.50	\$ 33,725.68	\$ 53,438.80	\$ 33,725.68
07/26/07	05/01/07 – 05/31/07	\$ 76,830.00	\$ 51,572.69	Pending	Pending

<sup>14</sup> This amount reflects a reduction of \$58.00 due to a billing error in the January 2005 fee application which resulted in an over-bill of \$58.00.

<sup>15</sup> In the Court's Order approving quarterly fee applications for the Eighteenth Period, the Court approved \$111,570.50 in fees which reflects a reduction of \$378.00. For the purposes of this application, we have noted the reduction in the last month of that period.

**PSZYJ&W PROFESSIONALS**

<b>Name of Professional Individual</b>	<b>Position of the Applicant, Number of years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise</b>	<b>Hourly Billing Rate (including changes)</b>	<b>Total Hours Billed<sup>16</sup></b>	<b>Total Compensation</b>
Laura Davis Jones	Partner 2000; Joined Firm 2000; Member of DE Bar since 1986	\$750.00	0.70	\$ 525.00
James E. O'Neill	Partner 2005; Member of DE Bar since 2001; Member of PA Bar since 1985	\$475.00 \$237.50	35.80 5.50	\$17,005.00 \$ 1,306.25
William L. Ramseyer	Of Counsel 1989; Member of CA Bar since 1980	\$450.00	2.30	\$ 1,035.00
Timothy P. Cairns	Associate 2007; Member of DE Bar since 2002	\$350.00	37.40	\$13,090.00
Patricia E. Cuniff	Paralegal 2000	\$180.00	85.20	\$15,336.00
Cheryl A. Knotts	Paralegal 2000	\$175.00	3.70	\$ 647.50
Margaret L. Oberholzer	Paralegal 2007	\$175.00	29.40	\$ 5,145.00
Sheryle L. Pitman	Case Management Assistant 2001	\$ 90.00	27.30	\$ 2,457.00
Karen S. Neil	Case Management Assistant 2003	\$ 75.00	21.00	\$ 1,575.00

**Total Fees: \$ 58,121.75**

**Total Hours: 248.30**

**Blended Rate: \$ 234.08**

<sup>16</sup> Some professional time that was spent during the Interim Period may be reflected in a subsequent application and some professional time that was spent during the previous Interim Period may be reflected in this Application.

**TASK CODE SUMMARY**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees Requested</b>
Asset Disposition	14.80	\$ 5,237.00
Case Administration	77.60	\$ 9,720.50
WRG-Claims Analysis (Asbestos)	26.40	\$ 6,995.50
WRG-Claims Analysis	7.40	\$ 2,182.00
WRG-Employ. App., Others	0.80	\$ 232.50
Employee Benefit/Pension	0.50	\$ 90.00
WRG-Fee Apps., Applicant	9.50	\$ 2,646.50
WRG-Fee Applications, Others	35.70	\$ 8,298.50
Litigation (Non-Bankruptcy)	68.40	\$20,705.50
Plan & Disclosure Statement	1.70	\$ 707.50
Travel	5.50	\$ 1,306.25

**EXPENSE SUMMARY**

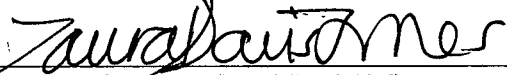
<b>Expense Category</b>	<b>Service Provider (if applicable)<sup>17</sup></b>	<b>Total Expenses</b>
Air Fare	Southwest	\$ 279.05
Auto Travel Expense	Eagl Limo Service; Cab	\$ 388.28
Conference Call	CourtCall	\$ 122.50
Delivery/Courier Service	Tristate	\$ 6,841.71
Express Mail	DHL and Federal Express	\$ 2,227.41
Fax Transmittal (outgoing only)		\$ 65.00
Hotel Expense	Omni Hotel	\$ 232.59
Outside Services	Digital Legal Services	\$ 330.00
Postage	US Mail	\$10,823.43
Reproduction Expense		\$38,085.80
Overtime	M. Corcoran	\$ 36.43
Legal Research	Westlaw	\$ 133.15

<sup>17</sup> PSZYJ&W may use one or more service providers. The service providers identified herein below are the primary service providers for the categories described.

WHEREFORE, PSZYJ&W respectfully requests that, for the period June 1, 2007 through June 30, 2007, an interim allowance be made to PSZYJ&W for compensation in the amount of \$58,121.75 and actual and necessary expenses in the amount of \$59,565.35 for a total allowance of \$117,687.10; payment of \$46,497.40 (80% of the allowed fees) and reimbursement of \$59,565.35 (100% of the allowed expenses) be authorized for a total payment of \$106,062.75; and for such other and further relief as this Court may deem just and proper.

Dated: August 10, 2007

PACHULSKI STANG ZIEHL YOUNG JONES &  
WEINTRAUB LLP

  
\_\_\_\_\_  
Laura Davis Jones (Bar No. 2436)  
James E. O'Neill (Bar No. 4042)  
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Telephone: (302) 652-4100  
Facsimile: (302) 652-4400

Co-counsel for Debtors and Debtors in Possession

**VERIFICATION**


STATE OF DELAWARE :  
:  
COUNTY OF NEW CASTLE :

Laura Davis Jones, after being duly sworn according to law, deposes and says:

- a) I am a partner with the applicant law firm Pachulski Stang Ziehl Young Jones & Weintraub LLP, and have been admitted to appear before this Court.
- b) I am familiar with many of the legal services rendered by Pachulski Stang Ziehl Young Jones & Weintraub LLP, as counsel to the Debtors, and am thoroughly familiar with the other work performed on behalf of the Debtors by the lawyers and paraprofessionals of PSZYJ&W.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. LR 2016-2 and the 'Amended Administrative Order Under 11 U.S.C. §§105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members', signed April 17, 2002, and submit that the Application substantially complies with such Rule and Order.

  
Laura Davis Jones

SWORN AND SUBSCRIBED  
before me this 10 day of August, 2007.

  
VANESSA A. PRESTON  
Notary Public - State of Delaware  
My Commission Expires: 02-11-08 Comm. Expires March 21, 2008